

**EXHIBIT B**

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Counsel to the Debtors and  
 Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
 FOR THE EASTERN DISTRICT OF VIRGINIA  
 RICHMOND DIVISION

- - - - - x  
 : Chapter 11  
 In re: :  
 : Case No. 08-35653 (KRH)  
 CIRCUIT CITY STORES, INC., :  
 et al., : Jointly Administered  
 :  
 Debtors. :  
 - - - - - x

**AFFIDAVIT IN SUPPORT OF EMPLOYMENT OF LECLAIRRYAN, A  
 PROFESSIONAL CORPORATION, AS A PROFESSIONAL UTILIZED IN  
 THE ORDINARY COURSE OF BUSINESS**

COMMONWEALTH OF VIRGINIA )  
 ) ss:  
 COUNTY OF JAMES CITY )

Susan Childers North, being duly sworn, deposes and  
 says:

i) I am a shareholder of the firm LeClairRyan, A Professional Corporation (the "Firm"), which has been employed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")<sup>1</sup> in the ordinary course of their business. The Debtors retained the Firm to continue providing such ordinary-course services during their chapter 11 cases. This Affidavit is submitted in compliance with the Order Granting Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105(A), 327, 330 And 331 Authorizing Debtors To Employ Professionals Utilized In The Ordinary Course Of Business (the "OCB Professionals Order").

1. The Firm was provided with a list of interested parties, a copy of which is annexed hereto as Exhibit 1, and conducted a search of Firm's records for the names identified thereon. Based on that search, neither I, the Firm, nor any member, counsel, or

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<sup>1</sup> The Debtors are the following entities: Tweeter Home Entertainment Group, Inc. ("Tweeter"), Hillcrest High Fidelity, Inc., NEA Delaware, Inc., New England Audio Co., Inc., Sound Advice, Inc., Sound Advice of Arizona, Inc., Sumarc Electronics, Inc., and THEG USA, L.P.

associate thereof, insofar as I have been able to ascertain, has any connection with the Debtors, their creditors or stockholders, or any party in interest herein, except as set forth hereinafter:

- (a) As has been previously disclosed to the Court, LeClairRyan is counsel to several claimants, consisting of: Bank of America, as Agent; Cardinal Capital Partners, Inc.; Benenson Capital Company; Brandywine Grande C, L.P.; CC Kingsport 98, LLC; The Balogh Companies; Westfield, LLC; CK Richmond Business Services #2, LLC; Schmimenti Construction Company, LLC; and FM Facility Maintenance f/k/a IPT, LLC. This information was disclosed by LeClairRyan in, among other things, the Amended Verified Statement filed Pursuant to Federal Bankruptcy Rule 2019 (docket entry 1557), a copy of which is annexed hereto as Exhibit 2.

2. Except as otherwise disclosed, and LeClairRyan being a pre-petition creditor of the Debtor for professional services rendered, the Firm does not represent or hold any interest adverse to the Debtors or their estates with respect to the engagement for the employment and commercial matters for which we have been retained.

3. LeClairRyan has continuously represented the Debtor in employment and commercial matters. LeClairRyan is owed \$66,963.68 for pre-petition fees and



\$90.58 for pre-petition expenses arising from representation in said matters.

4. Except as previously disclosed or disclosed hereinabove, this Firm and certain of its members, counsel, and associates may have in the past represented, currently represent, and may in the future represent entities that are claimants or equity security holders of the Debtors in matters totally unrelated to the Debtors' chapter 11 cases. None of those past or current representations are material. This Firm will be in a position to identify with specificity all such persons or entities when lists of all creditors of the Debtors have been prepared and will make any further disclosures as may be appropriate at that time. The Firm intends to apply for compensation for professional services rendered in connection with these chapter 11 cases directly to the Debtors, in accordance with the OCB Professionals Order, with such application to request compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The principal [attorneys and paralegals/other

professionals] designated to represent the Debtors and their current standard rates are:

5. List of Professionals and Hourly Rates:

|                       | <u>Hourly Rate</u> |
|-----------------------|--------------------|
| John M. Barr          | \$250.00           |
| Daniel J. Blake       | \$300.00           |
| Steven D. Brown       | \$285.00           |
| Laura H. Corvo        | \$255.00           |
| Elizabeth Ebanks      | \$160.00           |
| Todd M. Galante       | \$430.00           |
| Joan H. Langer        | \$310.00           |
| Brian G. Muse         | \$200.00           |
| Susan Childers North  | \$230.00           |
| David E. Perry        | \$325.00           |
| Suzette T. Rodriguez  | \$225.00           |
| William W. Sleeth III | \$166.50           |
| Anna Marie Henderson  | \$90.00            |

6. The rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Such rates are the Firm's standard rates for work of this nature. The rates are set at a level designed to fairly compensate the Firm for the work of

its attorneys and paralegals and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged to clients include, among other things, photocopies at \$.20 per copy; fax at \$1.00 per page; mileage at the rate of \$.55 per mile; Federal Express and postage charges and, in general, all identifiable expenses that would not have been incurred except for representation of a particular client. The Firm will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

7. Except as provided in the OCB Professionals Order, no representations or promises have been received by the Firm [nor by any member, counsel, or associate thereof] as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any other entity to share with such entity any compensation received by the Firm in connection with these chapter 11 cases.

WHEREFORE, affiant respectfully submits this Affidavit in Support of Employment of LeClairRyan, A Professional Corporation a Professional Utilized in the Ordinary Course of Business.

Susan Childers North

Susan Childers North  
LeClairRyan, A Professional Corporation  
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Williamsburg, VA 23188  
(757) 941-2800  
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Sworn to before me this 21<sup>st</sup> day of January, 2009.

Dianne E. Kohler

Notary Public #219104  
My Commission Expires: 11/30/2009

